

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中软国际

CHINASOFT INTERNATIONAL LIMITED

中軟國際有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 354)

CONVERSION OF CONVERTIBLE NOTES

Reference are made to the announcement of the Company dated 18 April 2017 in relation to the proposed issue of Convertible Notes in an aggregate principal amount of HK\$900 million under the General Mandate, the announcement dated 3 July 2017 in the relation to the completion of the issue of Convertible Notes under the General Mandate and Supplemental Agreement to the Subscription Agreement for the Subscription. (collectively the “Announcements”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements unless otherwise stated.

The Company announces that on 14 December 2020, the Company has received formal requests from our Noteholders, Dan Capital Tangkula Limited Partnership (the “Tangkula”) holding HK\$254 million Convertible Notes of the Company and Dan Capital Kunlun Limited Partnership (the “Kunlun”) holding HK\$646 million Convertible Notes of the Company, to convert all of their Convertible Notes respectively into the Company’s Ordinary Shares. The Board of the Company has approved the conversion and a total of 180,000,000 Ordinary Shares of the Company, represent approximately 6.60% of the issued share capital of the Company immediately before the conversion and approximately 6.20% of the issued share capital of the Company immediately after the conversion, will be issued to the Noteholders.

50,800,000 Ordinary Shares of the Company, represent approximately 1.86% of the issued share capital of the Company immediately before the conversion and approximately 1.75% of the issued share capital of the Company immediately after the conversion, will be issued to Tangkula and no more Convertible Notes of the Company will be held by Tangkula after the conversion. And 129,200,000 Ordinary Shares of the Company, represent approximately 4.74% of the issued share capital of the Company immediately before the conversion and approximately 4.45% of the issued share capital of the Company immediately after the conversion, will be issued to Kunlun and no more Convertible Notes of the Company will be held by Kunlun after the conversion.

As at the date of this announcement, there were in total an aggregate number of 2,724,707,358 Ordinary Shares and HK\$900 million Convertible Notes in issue. After the conversion carried out by the Noteholders, there would be in total an aggregate number of 2,904,707,358 Ordinary Shares and no more Convertible Notes in issue.

The Board of the Company is glad to welcome our Noteholders to be the Ordinary Shareholders of the Company.

By order of the Board
Chinasoft International Limited
Dr. Chen Yuhong
Chairman and Chief Executive Officer

Hong Kong, 14 December 2020

As at the date of this announcement, the Board comprises two executive Directors, namely Dr. Chen Yuhong (Chairman and Chief Executive Officer) and Dr. Tang Zhenming, three non-executive Director, namely Dr. Zhang Yaqin, Mr. Gao Liangyu and Mrs. Gavriella Schuster, and three independent non-executive Directors, namely Mr. Zeng Zhijie, Dr. Lai Guanrong and Professor Mo Lai Lan.

* *For identification purposes only*